

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF PENNSYLVANIA**

COOK TECHNOLOGIES, INC. :
EMPLOYEE STOCK OWNERSHIP PLAN, :
COOK TECHNOLOGIES, INC., as : CIVIL ACTION
the Plan's Administrator, :
COOK TECHNOLOGIES, INC., :
EMPLOYEE STOCK OWNERSHIP :
PLAN TRUST, MICHAEL FINNEGAN : NO. 15-CV-1028
as a plan participant :

Plaintiffs :

vs. :

THOMAS A. PANZARELLA :

Defendant :

THOMAS A. PANZARELLA, SR. :

Plaintiff :

vs. :

COOK TECHNOLOGIES, INC., :
et. al. :

Defendants :

ORDER

AND NOW, this 17th day of December, 2018,
following trial in this matter and for the reasons articulated in
the Decision above, it is hereby ORDERED as follows:

1. Judgment is entered in favor of Cook Technologies, Inc.,
Employee Stock Option Plan, Cook Technologies, Inc. as Plan
Administrator, Cook Technologies, Inc. Employee Stock Ownership
Plan Trust, and Michael Finnegan, as Plan Participant ("Cook

Parties") in the amount of \$312,240.00 and against Thomas A. Panzarella, Sr. Upon payment in full of this sum by Thomas A. Panzarella, Sr., the Cook Parties are ORDERED to immediately return 3,000 shares of Cook Technologies, Inc. Stock to Panzarella.

2. Judgment is entered in favor of Thomas A. Panzarella, Sr. and against the Cook parties in the amount of \$208,160, together with accrued interest at the rate of 1.93% per annum from July 26, 2012. Thomas Panzarella is DIRECTED to submit a Bill of Costs for his attorneys' fees, costs and other expenses which he has incurred to secure re-payment of the amount of this loan.

3. Judgment is entered in favor of Thomas A. Panzarella, Sr. and against the Cook parties in the amount of \$77,942.11.

4. The Cook parties are ORDERED to pay to Thomas A. Panzarella, Sr. all of the monies due and owing to him from both the cash investment and company stock portions of his retirement accounts from the Cook ESOP pursuant to and in accordance with the terms and conditions of the Cook Employees Stock Option Plan (ESOP) applicable to payment of benefits in effect as of the date of Panzarella's retirement on June 1, 2012.

5. Judgment is hereby entered in favor of Thomas A. Panzarella, Sr. and against the Cook parties on Counts II and IV of Plaintiffs' Amended Complaint in Case No. 15-CV-1028 and on Counts I, II, III, IV and V of the Cook parties' Counterclaim in

Case No. 15-CV-3568.

6. All of the payments hereby Ordered to be made by and between the parties in this action shall be paid within thirty (30) days of the entry date of this Decision and Order.

BY THE COURT:

s/J. Curtis Joyner
J. CURTIS JOYNER, J.